

# Appendix 3Y

## Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/09/01 Amended 01/01/11

<b>Name of entity</b> TRANSURBAN GROUP	
<b>ABN</b>	Transurban International Limited ABN 90 121 746 825 Transurban Holdings Limited ABN 86 098 143 429 Transurban Holding Trust ABN 30 169 362 255

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	LOUIS SCOTT CHARLTON
<b>Date of last notice</b>	6 NOVEMBER 2015

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Direct or indirect interest</b>	DIRECT AND INDIRECT
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	ROSSCO CAPITAL PTY LIMITED AS TRUSTEE FOR THE ROSSCO FAMILY TRUST
<b>Date of change</b>	22 DECEMBER 2015 IN RESPECT OF AN OFF-MARKET TRANSFER  24 DECEMBER 2015 IN RESPECT OF AN ALLOTMENT OF STAPLED SECURITIES IN CONNECTION WITH PARTICIPATION IN TRANSURBAN'S PRO RATA ACCELERATED RENOUNCEABLE ENTITLEMENT OFFER)
<b>No. of securities held prior to change</b>	635,638 STAPLED SECURITIES (INDIRECT) 213,374 STAPLED SECURITIES (DIRECT) 1,019,868 PERFORMANCE AWARDS (UNLISTED) 255,135 STI DEFERRED AWARDS (UNLISTED)
<b>Class</b>	STAPLED SECURITIES

+ See chapter 19 for defined terms.

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<b>Number acquired</b>	213,374 (INDIRECT – OFF-MARKET TRANSFER) 35,314 (INDIRECT - ALLOTMENT) 26,027 (DIRECT - ALLOTMENT)
<b>Number disposed</b>	213,374 (DIRECT – OFF-MARKET TRANSFER)
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	213,374 STAPLED SECURITIES TRANSFERRED OFF-MARKET TO ROSSCO CAPITAL PTY LIMITED AS TRUSTEE FOR THE ROSSCO FAMILY TRUST AT A CONSIDERATION OF \$9.94 PER SECURITY  61,341 STAPLED SECURITIES ALLOTTED (DIRECT AND INDIRECT) IN CONNECTION WITH PARTICIPATION IN TRANSURBAN'S PRO RATA ACCELERATED RENOUNCEABLE ENTITLEMENT OFFER AT THE OFFER PRICE OF \$9.60 PER SECURITY
<b>No. of securities held after change</b>	884,326 STAPLED SECURITIES (INDIRECT) 26,027 STAPLED SECURITIES (DIRECT) 1,019,868 PERFORMANCE AWARDS (UNLISTED) 255,135 STI DEFERRED AWARDS (UNLISTED)
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	OFF-MARKET TRANSFER ON 22 DECEMBER 2015  ALLOTMENT OF STAPLED SECURITIES ON 24 DECEMBER 2015 IN CONNECTION WITH PARTICIPATION IN TRANSURBAN'S PRO RATA ACCELERATED RENOUNCEABLE ENTITLEMENT OFFER

### Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	N/A

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<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	N/A
<b>Interest after change</b>	N/A

**Part 3 – + Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a + closed period where prior written clearance was required?</b>	NO
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

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